

**UNITED STATES BANKRUPTCY COURT**  
**Northern District of Texas**  
**Fort Worth Division**

In re: Village at Camp Bowie I, L.P.,  
 Debtor

Case No. 10-45097-dml-11

(If known)

## **STATEMENT OF FINANCIAL AFFAIRS**

### **1. Income from employment or operation of business**

- None  State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE	FISCAL YEAR PERIOD
4,077,319.94	Operation of business	2008
4,010,439.32	Operation of business	2009
2,489,888.88	Operation of business (YTD Gross Income as of 08/02/10)	2010

### **2. Income other than from employment or operation of business**

- None  State the amount of income received by the debtor other than from employment, trade, profession, operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE	FISCAL YEAR PERIOD
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### **3. Payments to creditors**

**Complete a. or b., as appropriate, and c.**

- None  a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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- None  b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850\*. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
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**See Exhibit 3**  
**Payment to Creditors**  
**During the 90 Days**

\*Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

- None  c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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**See Exhibit 4**  
**Payment to Insider Creditors**  
**During the Last Year**

#### 4. Suits and administrative proceedings, executions, garnishments and attachments

- None  a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Village at Camp Bowie I, LP vs. Nicholas Felix and Jeanne Rose 141-220675-06	Complaint	Tarrant County District Court Fort Worth, TX	Pltf Final Judgment 08/26/09
The Village at Camp Bowie I, LP vs. DeeKay Fashions, Inc., d/b/a Burgundies Boutique and Deloris Yates 48-233848-08	Complaint	Tarrant County District Court Fort Worth, TX	Agreed Judgment 04/15/10
Village at Camp Bowie I, LP vs. Joseph Fritz and Cheryl Frtiz and J&C Music Resource Group d/b/a Ridglea Music 153-237752-09	Complaint	Tarrant County District Court Fort Worth, TX	Pltf Summary Judgment 01/06/10

- None  b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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#### **5. Repossessions, foreclosures and returns**

- None  List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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#### **6. Assignments and receiverships**

- None  a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None  b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND ADDRESS OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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#### **7. Gifts**

- None  List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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## 8. Losses

- None  List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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## 9. Payments related to debt counseling or bankruptcy

- None  List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Village at Camp Bowie I, LP c/o Venture Commercial Mgt., LLC 8235 Douglas Avenue, Suite 720 Dallas, TX 75225	03/24/10 (\$60,000); 07/30/10 (\$10,265).	\$60,000 retainer; \$10,265 retainer replenished; including \$1039 filing fee.

## 10. Other transfers

- None  a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFeree, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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- None  b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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## 11. Closed financial accounts

- None  List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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## 12. Safe deposit boxes

None  List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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## 13. Setoffs

None  List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 days preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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## 14. Property held for another person

None  List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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## 15. Prior address of debtor

None  If debtor has moved within three years immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
8350 North Central Expressway 15th Floor Dallas, TX 75206	Village at Camp Bowie I, LP	

## 16. Spouses and Former Spouses

None  If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within eight years immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

## 17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

None

- a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None

- b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS <b>Frost Building 6115 Camp Bowie Ft. Worth, TX</b>	NAME AND ADDRESS OF GOVERNMENTAL UNIT <b>Texas Department of State Health Services P. O. Box 149347 Austin, TX 78714-9347 1-888-963-7111</b>	DATE OF NOTICE	ENVIRONMENTAL LAW <b>Voluntary Cleanup Program</b>
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None

- c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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## 18. Nature, location and name of business

None

a. If the debtor is an individual, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within the six years immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within the six years immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within the six years immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the business, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within the six years immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Village at Camp Bowie II, LP		5950 Sherry Lane #440 Dallas, TX 75225	Real Property	01/01/2004

None

b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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## 19. Books, records and financial statements

None

a. List all bookkeepers and accountants who within two years immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Brenda Blake B & J Financial Services 8409 Pickwick Lane, Ste 314 Dallas, TX 75225	2008 to present
Houseman Seelingson LLP 8350 N. Central Expy Suite 206 Dallas, TX 75206	2004 to present
Nextcorp Capital Management Bedford Burgher 6115 Camp Bowie Blvd., Ste 240 Fort Worth, TX 76116	2007 to present
Venture Commercial Management, LLC 6115 Camp Bowie Blvd., Ste 290 Fort Worth, TX 76116	2006 to present

- None  b. List all firms or individuals who within **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
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**Brenda Blake**  
**B & J Financial Services**  
**8409 Pickwick Lane, Ste 314**  
**Dallas, TX 75225**

**Houseman Seelingson LLP**  
**8350 N. Central Expy**  
**Suite 206**  
**Dallas, TX 75206**

**Roanoke Ranch &**  
**Investments, LP**  
**c/o Cliff T. Milford, CFO**  
**325 N. St. Paul, Suite 4300**  
**Dallas, TX 75201**

- None  c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
<b>Brenda Blake</b>	<b>B &amp; J Financial Services</b> <b>8409 Pickwick Lane, Suite 314</b> <b>Dallas, TX 75225</b>
<b>Valquest Camp Bowie, LP</b>	<b>c/o Mr. Stephen e. Woods</b> <b>8750 N. Central Expy, #510</b> <b>Dallas, TX 75231</b>
<b>Venture Commercial</b>	<b>Management, LLC</b> <b>6115 Camp Bowie Blvd.,</b> <b>Suite 290</b> <b>Fort Worth, TX 76116</b>

None  d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS DATE ISSUED

**BLRS Investments, L.P.**  
c/o Julie Lennon  
3710 Rawlins St., Suite 1000  
Dallas, TX 75219

**CST Investments, LP**  
c/o Cullum Thompson, Jr.  
3541 Rankin  
Dallas, TX 75205

**David W. Burgher, Jr.**  
5950 Sherry Lane, #440  
Dallas, TX 75225

**Diane Butler**  
8300 Douglas Ave., Ste 701  
Dallas, TX 75225

**Linda Perry Cooper**  
3545 Milton Avenue  
Dallas, TX 75205

**Matt Herring**  
4104 Clayton  
Fort Worth, Tx 76116

**MCS Retail Invest I, Ltd.**  
c/o Clay Smith  
5950 Berkshire Lane, Suite 270  
Dallas, TX 75225

**Patrick O'Brien**  
1901 Regal Row  
Dallas, TX 75235

**Roanoke Ranch & Investment LP**  
c/o Cliff T. Milford, CFO  
325 N. St. Paul, Suite 4300  
Dallas, TX 75201

**Valquest Camp Bowie, LP**  
c/o Stephen E. Woods  
8750 N. Central Expwy., #510  
Dallas, TX 75231

**Wells Fargo Bank**  
(formerly Wachovia Bank)  
**Richard Gross**  
5080 Spectrum Dr., Ste 400E  
Addison, TX 75001

**Woodrow R. Brownlee**  
5950 Sherry Lane, Suite 440  
Dallas, TX 75225

## 20. Inventories

None <input checked="" type="checkbox"/>	a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.
	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
None <input checked="" type="checkbox"/>	b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.
	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS

## 21. Current Partners, Officers, Directors and Shareholders

None <input type="checkbox"/>	a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.	
	NAME AND ADDRESS	NATURE OF INTEREST
	B. Diane Butler 5950 Sherry Lane #440 Dallas, TX 75225	Limited Partner
	BLRS Camp Bowie Investments, LP 5950 Sherry Lane, #440 Dallas, TX 75225	Limited Partner
	CST Investments LP	Limited Partner
	David W. Burgher, Jr. 5950 Sherry Lane, #440 Dallas, TX 75225	Limited Partner
	Linda Perry Cooper	Limited Partner
	Matthew M. Herring 4104 Claytom Ft. Worth, TX 76116	Limited Partner
	MCS Retail Invest I, Ltd. 5980 Berkshire Lane Dallas, TX 75225	Limited Partner
	Pat O'Brien 1901 Regal Row Dallas, TX 75235	Limited Partner
	Roanoke Ranch & Investment, LP 325 N. St. Paul, Suite 4300 Dallas, TX 75201	Limited Partner
	Valquest Camp Bowie, L.P. 4600 Greenville Ave., Suite 194 Dallas, TX 75206	Limited Partner
	VCBGP I, LLC 5950 Sherry Lane, #440 Dallas, TX 75225	General Partner
	Woodrow R. Brownlee 5950 Sherry Lane, #440 Dallas, TX 75225	Limited Partner
		PERCENTAGE OF INTEREST
		0.0024%
		7.4760%
		3.7940%
		0.0049%
		3.4897%
		0.0006%
		33.9289%
		9.1757%
		5.5206%
		36.3255%
		0.2768%
		0.0049%

None  b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
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## **22. Former partners, officers, directors and shareholders**

None  a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None  b. If the debtor is a corporation, list all officers or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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## **23. Withdrawals from a partnership or distributions by a corporation**

None  If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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## **24. Tax Consolidation Group.**

None  If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
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## **25. Pension Funds.**

None  If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
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\* \* \* \* \*

*[If completed on behalf of a partnership or corporation]*

I, declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date \_\_\_\_\_ Signature \_\_\_\_\_

, **(see attached signature page)** \_\_\_\_\_

Print Name and Title

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

\_\_\_\_\_ continuation sheets attached

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition, summary and schedules, or statement of financial affairs on behalf of the debtor.

The debtor request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**VILLAGE AT CAMP BOWIE I, LP,**  
a Texas limited partnership

By: **VCBGP I, LLC,**  
a Texas limited liability company,  
its General Partner

By: /s/Woodrow R. Brownlee (08/27/10)  
Woodrow R. Brownlee  
Its: Manager

@PFDesktop\::ODMA/MHODMA/SQLSERVER;DMS;662290;I

## **EXHIBIT 3**

### **Statement of Financial Affairs**

#### **No. 3b - Payments to Creditors During the Last 90 Days**

**Check Register**  
**Village at Camp Bowie I LP**  
**May, 2010**

<u>Check Num</u>	<u>Chk Date</u>	<u>Payee Name</u>	<u>Amount</u>
506	5/18/2010	Frost National Bank	80.33
507	5/27/2010	Frost National Bank	30.00
2546	5/4/2010	B & J Financial Services	750.00
2547	5/4/2010	First Choice Power	13,451.62
2548	5/4/2010	Reliant Energy	1,712.95
2549	5/4/2010	Emergency Plumbing	388.80
2550	5/4/2010	Sunbelt Rentals	380.50
2551	5/4/2010	Absolute Security Services, Inc.	5,506.16
2552	5/4/2010	Access Power	1,685.00
2553	5/4/2010	Action Services	842.40
2554	5/4/2010	Duncan Disposal #794	4,095.18
2555	5/4/2010	Chief Pest Control, Inc.	86.40
2556	5/4/2010	Double Eagle	132.43
2557	5/4/2010	DBox, Inc.	170.05
2558	5/4/2010	Fran McCarthy	2,500.00
2559	5/4/2010	Hocutt, Inc.	73.61
2560	5/4/2010	Jose De Jesus Solis	826.37
2561	5/4/2010	Lites Out, LLC	5,844.37
2562	5/4/2010	MBL Marketing Solutions	3,916.69
2563	5/4/2010	Metroplex Porter Service	3,993.34
2564	5/4/2010	Reynolds Indoor, Inc.	421.09
2565	5/4/2010	SAS Security Alarm Service Co.	875.87
2566	5/4/2010	Superior Groundkeepers	6,312.29
2567	5/4/2010	Trophy Investments Realty, LLC	6,000.00
2568	5/4/2010	Travelers	6,003.19
2571	5/4/2010	Westland Pest Control	270.62
2572	5/4/2010	Venture Commercial Management, LLC	13,999.86
145	5/14/2010	Wachovia Bank, N.A.	15.04
4712	5/11/2010	Best Facility Services	3,499.94
4713	5/11/2010	Maureen Conner	38
4714	5/11/2010	Reliant Energy	271.71
4715	5/11/2010	Thompson & Knight LLP	8,000.00
4716	5/11/2010	5th Avenue Greenhouses	234.11
4717	5/11/2010	Bob's Lock & Safe	124.48
4718	5/11/2010	Fikes Service, Inc.	175.38
4719	5/11/2010	Jose De Jesus Solis	300
4720	5/11/2010	MBL Marketing Solutions	66.5
4721	5/13/2010	Bo Brownlee	317.97
4722	5/13/2010	Fran McCarthy	2,500.00
4723	5/13/2010	Trophy Investments Realty, LLC	6,000.00
4724	5/17/2010	American Messaging	32.25
4725	5/17/2010	Atmos Energy	23.09
4726	5/17/2010	City of Fort Worth	1,596.00
4727	5/17/2010	DBox, Inc.	126.92
4728	5/17/2010	Fast Signs	241.4
4729	5/17/2010	Lone Star Fire Sprinkler, Inc.	762.08
4730	5/17/2010	Reliable Paving, Inc.	12,100.00
4731	5/17/2010	SAS Security Alarm Service Co.	348.57
4732	5/17/2010	Venture Commercial Management, LLC	238.22
4733	5/26/2010	Pavlik and Assoicates	950
4734	5/26/2010	Phoenix Funding Group, LLC	389.2
4735	5/26/2010	Reliant Energy	533.37
4736	5/26/2010	Access Power	550
4737	5/26/2010	All Hours Locksmith	124.49
4738	5/26/2010	AT&T	972.73
4739	5/26/2010	Atmos Energy	15.86
4740	5/26/2010	Bob's Lock & Safe	159.13
4741	5/26/2010	Bo Brownlee	137.87
4742	5/26/2010	City of Fort Worth	6,896.15
4743	5/26/2010	Double Eagle	76.32
4744	5/26/2010	Fran McCarthy	2,500.00
4745	5/26/2010	Godwin Ronquillo PC	3,330.39
4746	5/26/2010	Houseman Seeligson LLP	6,055.00
		Total Checks	140,051.29

**Check Register**  
**Village at Camp Bowie I LP**  
**June, 2010**

<u>Check Num</u>	<u>Chk Date</u>	<u>Payee Name</u>	<u>Amount</u>
155	6/9/2010	Wachovia Bank, N.A.	38.25
156	6/15/2010	Wachovia Bank, N.A.	13.00
4748	6/1/2010	Trophy Investments Realty, LLC	6,000.00
4749	6/2/2010	B & J Financial Services	3,639.37
4750	6/2/2010	Best Facility Services	54.13
4751	6/2/2010	Reliant Energy	295.58
4752	6/2/2010	Sprint Spectrum L.P. #0391	1,463.97
4753	6/2/2010	Absolute Security Services, Inc.	5,410.58
4754	6/2/2010	Access Power	3,015.00
4755	6/2/2010	Action Services	842.40
4756	6/2/2010	Duncan Disposal #794	4,159.21
4757	6/2/2010	Bob's Lock & Safe	116.37
4758	6/2/2010	Chief Pest Control, Inc.	86.40
4760	6/2/2010	DBox, Inc.	215.63
4761	6/2/2010	Jose De Jesus Solis	1,707.93
4762	6/2/2010	MBL Marketing Solutions	6,049.00
4763	6/2/2010	Metroplex Porter Service	3,993.34
4764	6/2/2010	SAS Security Alarm Service Co.	200.31
4765	6/2/2010	Smith, Stern, Friedman & Nelms, P.C.	1,442.15
4766	6/2/2010	Terminix Processing Center	1,044.61
4768	6/2/2010	Venture Commercial Management, LLC	13,110.50
4769	6/2/2010	Double Eagle	320.00
4770	6/8/2010	Best Facility Services	3,499.94
4771	6/8/2010	First Choice Power	13,508.43
4772	6/8/2010	5th Avenue Greenhouses	234.11
4773	6/8/2010	Access Power	275.00
4774	6/8/2010	Double Eagle	56.83
4775	6/8/2010	DBox, Inc.	209.59
4776	6/8/2010	Fikes Service, Inc.	175.38
4777	6/8/2010	Fast Signs	184.03
4778	6/8/2010	Hocutt, Inc.	73.61
4779	6/8/2010	Jose De Jesus Solis	775.00
4780	6/8/2010	Lites Out, LLC	9,159.13
4781	6/8/2010	Metroplex Porter Service	606.20
4782	6/8/2010	Postmaster	88.00
4783	6/8/2010	Superior Groundskeepers	4,619.89
4784	6/8/2010	Travelers	6,003.19
4786	6/9/2010	Fast-Trak Construction, L.P.	968.85
4787	6/9/2010	Fran McCarthy	2,500.00
4788	6/15/2010	5th Avenue Greenhouses	18.32
4789	6/15/2010	American Messaging	30.69
4790	6/15/2010	Atmos Energy	32.98
4791	6/15/2010	City of Fort Worth	1,596.00
4792	6/15/2010	Double Eagle	2,593.13
4793	6/15/2010	DBox, Inc.	676.56
4794	6/15/2010	Trophy Investments Realty, LLC	6,000.00
4796	6/23/2010	Phoenix Funding Group, LLC	389.20
4798	6/23/2010	AT&T	972.73
4799	6/23/2010	Bob's Lock & Safe	90.93
4800	6/23/2010	City of Fort Worth	7,333.66
4801	6/23/2010	DBox, Inc.	126.92
4802	6/23/2010	Fast Signs	184.03
4803	6/23/2010	Godwin Ronquillo PC	283.84
4804	6/23/2010	Home Depot Credit Services	125.00
4805	6/23/2010	Jeff Eubank Roofing Co., Inc.	1,775.32
4806	6/23/2010	MBL Marketing Solutions	2,260.00
4807	6/23/2010	Westland Pest Control	64.95
4808	6/23/2010	Jose De Jesus Solis	185.00
4809	6/23/2010	Moving Services Co.	500.00
4810	6/28/2010	Maureen Conner	825.00
4811	6/30/2010	Best Facility Services	405.94
4812	6/30/2010	Bob's Lock & Safe	69.28
4813	6/30/2010	Bo Brownlee	120.51
4814	6/30/2010	David W. Burgher Jr.	993.66
4815	6/30/2010	Fran McCarthy	2,500.00
4816	6/30/2010	Smith, Stern, Friedman & Nelms, P.C.	720.56
4817	6/30/2010	Westland Pest Control	346.40
		Total Checks	127,375.52

**Check Register**  
**Village at Camp Bowie I LP**  
**July, 2010**

<b>Check Num</b>	<b>Chk Date</b>	<b>Payee Name</b>	<b>Amount</b>
157	7/12/2010	Wachovia Bank, N.A.	45.69
4818	7/1/2010	Reliant Energy	484.75
4819	7/1/2010	Access Power	1,785.00
4820	7/1/2010	Action Services	842.40
4821	7/1/2010	Chief Pest Control, Inc.	86.40
4822	7/1/2010	MBL Marketing Solutions	2,000.00
4823	7/1/2010	Metroplex Porter Service	3,993.34
4824	7/1/2010	SAS Security Alarm Service Co.	200.31
4825	7/1/2010	Thyssenkrupp Elevator Corp.	818.50
4826	7/1/2010	Trophy Investments Realty, LLC	6,000.00
4827	7/1/2010	Venture Commercial Management, LLC	12,333.53
4828	7/1/2010	DBox, Inc.	118.26
509	7/19/2010	Frost National Bank	36.88
2576	7/14/2010	B & J Financial Services	750.00
2577	7/14/2010	Best Facility Services	3,985.33
2579	7/14/2010	First Choice Power	17,241.15
2580	7/14/2010	Lone Star Overnight	40.33
2581	7/14/2010	Reliant Energy	545.07
2582	7/14/2010	Emergency Plumbing	680.40
2583	7/14/2010	5th Avenue Greenhouses	234.11
2584	7/14/2010	Absolute Security Services, Inc.	5,623.60
2585	7/14/2010	Duncan Disposal #794	4,205.74
2586	7/14/2010	David W. Burgher Jr.	601.99
2587	7/14/2010	Double Eagle	965.50
2588	7/14/2010	DBox, Inc.	470.15
2589	7/14/2010	Expert Windows	1,123.64
2590	7/14/2010	Fikes Service, Inc.	217.60
2591	7/14/2010	Fran McCarthy	2,500.00
2592	7/14/2010	Fast Signs	241.40
2593	7/14/2010	Garnite Roofing Corp.	811.88
2594	7/14/2010	Hocutt, Inc.	54.13
2595	7/14/2010	Lites Out, LLC	1,357.18
2596	7/14/2010	Reynolds Indoor, Inc.	487.13
2597	7/14/2010	Superior Groundskeepers	5,834.08
2598	7/14/2010	Trophy Investments Realty, LLC	6,000.00
2599	7/14/2010	Travelers	6,003.19
2600	7/14/2010	Texas Dept of Licensing and Regulation	20.00
2601	7/20/2010	Emergency Plumbing	388.80
2602	7/20/2010	5th Avenue Greenhouses	39.53
2603	7/20/2010	American Messaging	30.64
2604	7/20/2010	Atmos Energy	31.72
2605	7/20/2010	City of Fort Worth	1,596.00
2606	7/20/2010	Home Depot Credit Services	125.00
2607	7/20/2010	MBL Marketing Solutions	2,519.22
2608	7/21/2010	McGuire, Craddock & Strother, P.C.	10,265.00
2609	7/28/2010	Phoenix Funding Group, LLC	389.20
2610	7/28/2010	Access Power	525.00
2613	7/28/2010	DBox, Inc.	201.07
2615	7/28/2010	Jose De Jesus Solis	135.00
2616	7/28/2010	SAS Security Alarm Service Co.	286.33
2619	7/28/2010	City of Fort Worth Fire Dept Revenue Grp	35.00
2620	7/28/2010	Fast-Trak Construction, L.P.	433.00
2621	7/28/2010	Fran McCarthy	2,500.00
2622	7/29/2010	The Newberry Company Inc.	5,380.42
2623	7/29/2010	Venture Commerical Real Estate, LLC	9,690.00
2624	7/29/2010	Venture Commerical Real Estate, LLC	495.00
2625	7/29/2010	Venture Commerical Real Estate, LLC	9,765.00
2626	7/29/2010	Venture Commerical Real Estate, LLC	4,257.00
Total Checks			137,826.59

## **EXHIBIT 4**

### **Statement of Financial Affairs**

#### **No. 3c - Payments to Insider Creditors During the Last Year**

**Village at Camp Bowie I, LP**  
**Insider Creditor**

<u>Description</u>	<u>Invoice Number</u>	<u>Amount</u>	<u>Check#</u>	<u>Check Date</u>
Trophy Investment Realty				
August 01, 2009 Lease/Asset Mgmt Fee	TIR-VCB-010	6,000.00	4268	8/1/2009
August 15, 2009 Lease/Asset Mgmt Fee	TIR-VCB-011	6,000.00	4308	8/15/2009
September 01, 2009 Lease/Asset Mgmt Fee	TIR-VCB-013	6,000.00	4338	8/31/2009
September 15, 2009 Lease/Asset Mgmt Fee	TIR-VCB-014	6,000.00	4362	9/9/2009
October 01, 2009 Lease/Asset Mgmt Fee	TIR-VCB-017	6,000.00	4405	10/1/2009
October 15, 2009 Lease/Asset Mgmt Fee	TIR-VCB-018	6,000.00	4427	10/14/2009
November 01, 2009 Lease/Asset Mgmt Fee	TIR-VCB-019	6,000.00	4461	11/1/2009
November 15, 2009 Lease/Asset Mgmt Fee	TIR-VCB-020	6,000.00	4483	11/10/2009
December 01, 2009 Lease/Asset Mgmt Fee	TIR-VCB-021	6,000.00	4510	12/1/2009
December 15, 2009 Lease/Asset Mgmt Fee	TIR-VCB-022	6,000.00	4540	12/7/2009
January 01, 2010 Lease/Asset Mgmt Fee	TIR-VCB-023	6,000.00	4589	1/1/2010
January 15, 2010 Lease/Asset Mgmt Fee	TIR-VCB-024	6,000.00	4624	1/14/2010
February 01, 2010 Lease/Asset Mgmt Fee	TIR-VCB-025	6,000.00	4653	2/1/2010
February 01, 2010 Lease/Asset Mgmt Fee	TIR-VCB-025	-6,000.00	4653	2/1/2010
February 15, 2010 Lease/Asset Mgmt Fee	TIR-VCB-026	6,000.00	4688	2/10/2010
March 01, 2010 Lease/Asset Mgmt Fee	TIR-VCB-027	6,000.00	2404	3/1/2010
March 15, 2010 Lease/Asset Mgmt Fee	TIR-VCB-028	6,000.00	2414	3/8/2010
April 01, 2010 Lease/Asset Mgmt Fee	TIR-VCB-030	6,000.00	2487	4/1/2010
April 15, 2010 Lease/Asset Mgmt Fee	TIR-VCB-031	6,000.00	2519	4/14/2010
May 01, 2010 Lease/Asset Mgmt Fee	TIR-VCB-032	6,000.00	2567	5/4/2010
May 15, 2010 Lease/Asset Mgmt Fee	TIR-VCB-033	6,000.00	4723	5/13/2010
June 01, 2010 Lease/Asset Mgmt Fee	TIR-VCB-034	6,000.00	4748	6/1/2010
June 15, 2010 Lease/Asset Mgmt Fee	TIR-VCB-035	6,000.00	4794	6/15/2010
July 01, 2010 Lease/Asset Mgmt Fee	TIR-VCB-036	6,000.00	4826	7/1/2010
July 15, 2010 Lease/Asset Mgmt Fee	TIR-VCB-037	6,000.00	2598	7/14/2010
Total (zztphyiv) - Trophy Investments Realty, LLC		144,000.00		